

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DEC. 17 2007

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BARRY F. WILLMAN,

Plaintiff.

07 CV 3382 (HB)

v.

LAZARD FRERES & CO. AND
LAZARD CAPITAL MARKETS,

Defendants.
-----X

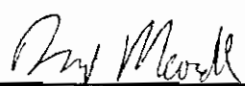
**STIPULATION AND ORDER
OF DISMISSAL WITH
PREJUDICE**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for Plaintiff Willman and Defendants Lazard Frères & Co. and Lazard Capital Markets LLC, that Willman's individual claims in the above-captioned action are dismissed in their entirety with prejudice. Each party shall bear their own attorneys' fees, costs and disbursements, except as otherwise provided in the parties' confidential settlement agreement.

Dated: December 13, 2007

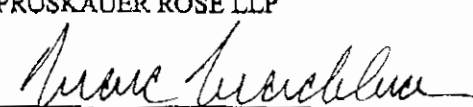
LIDDLE & ROBINSON LLP

By:

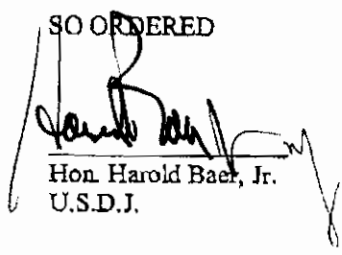

David Marek
800 Third Avenue
New York, New York 10022
(212) 687-8500
dmarek@liddlerobinson.com
Attorneys for Plaintiff

PROSKAUER ROSE LLP

By:


Marc A. Mandelman
1585 Broadway
New York, New York 10036
(212) 969-3000
mmandelman@proskauer.com
Attorneys for Defendants

SO ORDERED


Hon. Harold Baer, Jr.
U.S.D.J.

USDS SDNY
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